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ABSTRACT

Due to inertia within organizational cultures, relations between the boards and chief executive officers (CEO's) at community colleges tend to remain the same at each institution through time. The time has come to look at the separate roles of the CEO and trustee and then to decide how best at each institution to fashion a relationship between president and board that will enhance the institution's effectiveness for the good of the community and the students served. Many boards have not consciously defined these roles. Boards need to focus on results and, in particular, on the outside world and the effects of the college on that world. In doing so they move away from over-involvement in administration and toward responsibly representing both the community and the college. Each board must make its own policy decisions about organizational ends, executive limitations, board-executive relations, and board processes, based on the unique characteristics of its college and community. Once the board knows what its role is, it is possible to define the role of the president. Presidents have a serious obligation towards seeing to the education of their trustees, but trustees have the ultimate responsibility for good relations with their CEO's. (MAB)

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Trustees as Reluctant Leaders: The Board/CEO Relationship

Vaughn A. Sherman

April 29, 1993

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TRUSTEES AS RELUCTANT LEADERS: THE BOARD/CEO RELATIONSHIP

PRESENTATION AT AACC CONVENTION, APRIL 29, 1993

MY NAME IS VAUGHN SHERMAN. I AM A TRUSTEE OF EDMONDS COMMUNITY COLLEGE IN WASHINGTON STATE, AND SERVING THIS YEAR AS PRESIDENT OF ACCT. IT'S A PLEASURE TO HAVE THIS OPPORTUNITY TO DISCUSS WITH YOU SOME IDEAS ON BOARD/CEO RELATIONSHIPS, ALONG WITH THE OTHER PRESENTERS, NORMA JEAN GERMOND AND JOHN KEYSER, WHO WILL BE INTRODUCED IN A FEW MOMENTS.

I PRESUME WE HAVE A MIX HERE OF PRESIDENTS, OTHER ADMINISTRATORS AND SOME TRUSTEES. THERE WILL CERTAINLY BE AMONG YOU PRESIDENTS WHO SEE THEIR TRUSTEES AS FAR FROM RELUCTANT IN THEIR LEADERSHIP, AND TRUSTEES WHO VIEW THEMSELVES THAT WAY, TOO. I'D INCLUDE MY OWN BOARD IN THAT LATTER GROUP.

BUT WE'RE GOING TO PROCEED ON THE PREMISE, ACCURATE I BELIEVE, THAT MOST TRUSTEES ARE TRULY RELUCTANT TO ASSUME AN APPROPRIATE LEADERSHIP ROLE, WITH ALL THAT MEANS IN TAKING ON RESPONSIBILITY FOR THEIR INSTITUTIONS. WHEN ASKED ABOUT THIS, THEY TELL US THEY ARE INADEQUATELY PREPARED, OR BELIEVE THAT IN DOING SO THEY WOULD STEP ON THE TOES OF THEIR PRESIDENTS. THIS SEEMS A CLEAR DEMONSTRATION OF THE FACT THAT MOST TRUSTEES DO NOT UNDERSTAND THE ROLE OF THE BOARD OR THE ROLE OF THE CEO, OR THE DIFFERENCE BETWEEN THE TWO.

WHY SHOULD THIS BE? MOST OF US HERE HAVE BEEN THROUGH MANY SESSIONS LIKE THIS ON BOARD/CEO RELATIONS. AACC, ACCT AND STATE ASSOCIATIONS INCLUDE THE TOPIC IN NEARLY ALL OF THEIR EDUCATIONAL OFFERINGS, AND A BIBLIOGRAPHY ON THE SUBJECT WOULD BE HUGE. ARE TRUSTEES SLOW LEARNERS?

I'D LIKE TO SUGGEST THAT TRUSTEES ARE EVERY BIT AS CAPABLE AS PRESIDENTS IN THE LEARNING CATEGORY. THE PROBLEM, I BELIEVE, LIES IN INSTITUTIONAL CULTURE.

WE'RE NOW IN THE MIDDLE OF THE SECOND GENERATION OF THE GREAT COMMUNITY COLLEGE MOVEMENT, AND THE CULTURES OF MOST OF OUR COMMUNITY COLLEGES WERE ESTABLISHED LONG AGO. I'VE BEEN A TRUSTEE FOR TWELVE YEARS NOW, INVOLVED FOR MOST OF THOSE YEARS IN STATE AND NATIONAL ASSOCIATION WORK, AND I KNOW MANY BOARDS AND PRESIDENTS. TRUSTEES HAVE COME AND GONE ON THE BOARDS I KNOW, AND DIFFERENT PRESIDENTS HAVE SERVED THOSE BOARDS, BUT I'VE SEEN FEW FUNDAMENTAL CHANGES IN THE BOARD/CEO RELATIONSHIPS THAT DRIVE THE INSTITUTIONS. DESPITE OCCASIONAL CONFLICTS, DESPITE RISES AND FALLS IN THE EFFECTIVENESS OF THE INSTITUTIONS, DESPITE INDIVIDUAL PRESIDENTS AND TRUSTEES WHO HAVE TRIED TO EFFECT CHANGE, THERE SEEMS TO BE A CULTURAL INERTIA THAT KEEPS THE BOARD/CEO RELATIONSHIP AT EACH INSTITUTION THE SAME THROUGH TIME.

ONE CAN EASILY IMAGINE THE BRIEFING OF A NEW TRUSTEE, WHEN THE OTHER BOARD MEMBERS AND PRESIDENT ASSURE THAT "THIS IS THE WAY WE'VE ALWAYS DONE IT HERE." THE TIME HAS COME, I BELIEVE, TO RE-EVALUATE "HOW WE DO IT HERE," TO LOOK FIRST AT THE SEPARATE ROLES OF THE CEO AND TRUSTEES, AND THEN TO DECIDE HOW BEST AT EACH INSTITUTION TO FASHION A RELATIONSHIP BETWEEN PRESIDENT AND BOARD THAT WILL ENHANCE THE INSTITUTION'S EFFECTIVENESS FOR THE GOOD OF THE COMMUNITY AND THE STUDENTS SERVED.

LOOKING AT THOSE DIFFERENT ROLES FOR THE PRESIDENT AND BOARD, IT'S CLEAR THAT MANY -- PERHAPS MOST -- BOARDS HAVE NOT CONSCIOUSLY DEFINED THOSE ROLES. IT IS NOT ENOUGH TO FALL BACK

ON THE OLD SAYINGS THAT BOARDS HANDLE POLICY AND PRESIDENTS TAKE CARE OF ADMINISTRATION, OR THAT BOARDS HIRE AND FIRE PRESIDENTS. WE NEED TO BE MUCH MORE SPECIFIC, AND THE SPECIFICITY COMES FROM A TRUE UNDERSTANDING OF EACH ROLE.

JOHN CARVER, THE AUTHOR OF BOARDS THAT MAKE A DIFFERENCE, HAS WORKED FOR YEARS WITH A HOST OF NON-PROFIT BOARDS AND THEIR EXECUTIVE OFFICERS. IN THAT BOOK HE PROPOSES A MODEL OF GOVERNANCE THAT HELPS GREATLY IN DEFINING THE ROLES. I COMMEND IT TO YOU, AND USE THIS MOMENT AS AN ADVERTISEMENT FOR THE ACCT ANNUAL CONVENTION TO BE HELD THIS YEAR IN TORONTO FROM SEPTEMBER 29TH TO OCTOBER 2ND. MR. CARVER WILL BE A MAJOR PRESENTER AT THAT MEETING.

JOHN CARVER BELIEVES THAT BOARDS OF TRUSTEES NEED TO FOCUS ON RESULTS, CONSTANTLY CLARIFYING AND SUSTAINING THEIR COLLEGES' MISSIONS. IN DOING SO, THEY MOVE AWAY FROM OVER-INVOLVEMENT IN ADMINISTRATION, AND TOWARDS RESPONSIBLY REPRESENTING BOTH THE COMMUNITY AND THE COLLEGE.

EACH BOARD MUST MAKE ITS OWN POLICY DECISIONS BASED ON THE UNIQUE CHARACTERISTICS OF ITS COLLEGE AND COMMUNITY. THERE ARE SEVERAL MODELS OF GOOD GOVERNANCE AVAILABLE. A BOARD WILL FIND THE RIGHT MODEL FOR ITS COLLEGE WHEN TRUSTEES HAVE A COMMITMENT TO DEFINING THEIR ROLE AND ESTABLISHING A BOARD PROCESS THAT BEST FITS THEIR COLLEGE.

CARVER PROPOSES AN "ENDS-ORIENTED" GOVERNANCE, IN WHICH A BOARD PLACES ITS MAJOR FOCUS ON THE OUTSIDE WORLD AND HOW THEIR COLLEGE AFFECTS THAT WORLD. THE ADMINISTRATIVE SIDE OF THE

COLLEGE IS TAMPERED WITH AS LITTLE AS POSSIBLE, SO THAT THE BOARD CAN SPEND ITS TIME ON CREATIVE, VISIONARY ACTIVITIES.

USING THIS CONCEPT, ALL POLICIES OF THE BOARD FALL INTO THE FOLLOWING GROUPS:

1. ENDS: THE ORGANIZATIONAL "SWAP WITH THE WORLD." WHAT HUMAN NEEDS ARE TO BE MET, FOR WHOM, AND AT WHAT COST?
2. EXECUTIVE LIMITATIONS: THOSE PRINCIPLES OF PRUDENCE AND ETHICS THAT LIMIT THE CHOICE OF MEANS (PRACTICES, ACTIVITIES, CIRCUMSTANCES, METHODS, ETC.).
3. BOARD-EXECUTIVE RELATIONSHIP: THE MANNER IN WHICH POWER IS PASSED TO THE EXECUTIVE MACHINERY AND ASSESSMENT OF THE USE OF THAT POWER.
4. BOARD PROCESS: THE MANNER IN WHICH THE BOARD REPRESENTS THE COMMUNITY AND PROVIDES STRATEGIC LEADERSHIP TO THE ORGANIZATION.

NOW, YOU MIGHT ASK WHAT THIS HAS TO DO WITH BOARD/CEO RELATIONSHIPS. EVERYTHING, I BELIEVE, BECAUSE ONCE A BOARD KNOWS WHAT IT IS ABOUT, IT IS POSSIBLE TO DEFINE THE ROLE OF THE PRESIDENT. QUOTING CARVER: "THE EFFECTIVE BOARD RELATIONSHIP WITH AN EXECUTIVE IS ONE THAT RECOGNIZES THAT JOB PRODUCTS OF BOARD AND EXECUTIVE ARE TRULY SEPARATE. EFFECTIVENESS CALLS FOR TWO STRONG, TOTALLY DIFFERENT RESPONSIBILITIES. . . IT IS NOT THE BOARD'S TASK TO SAVE THE CHIEF EXECUTIVE FROM THE RESPONSIBILITIES OF THAT JOB NOR IS IT THE CHIEF EXECUTIVE'S TASK TO SAVE THE BOARD FROM THE RESPONSIBILITIES OF GOVERNING. . . THE BOARD CAN RESPECT, EVEN REVERE, THE CHIEF EXECUTIVE'S SKILLS,

COMMITMENT AND LEADERSHIP, YET NEVER SLIP SUBTLY INTO ACTING AS IF THE BOARD WORKS FOR HIM OR HER."

NOW I'D LIKE TO END MY PART OF THIS PRESENTATION WITH AN ASSERTION AND A CHALLENGE TO MY COLLEAGUES HERE TO EITHER REFUTE OR AGREE WITH THAT ASSERTION, WHICH IS THIS:

I BELIEVE THAT PRESIDENTS HAVE A SERIOUS OBLIGATION TOWARDS SEEING TO THE EDUCATION OF THEIR TRUSTEES. THEY NEED TO ENCOURAGE TRUSTEES IN ALL ACTIVITIES THAT INCREASE THEIR KNOWLEDGE, FROM FACILITATED BOARD RETREATS, TO STATE ASSOCIATION MEETINGS, TO NATIONAL MEETINGS SPONSORED BY ACCT AND AACC MEETINGS SUCH AS THIS ONE. AND THEY NEED TO RECOMMEND BUDGETS THAT REASONABLY PROVIDE THESE OPPORTUNITIES FOR TRUSTEES.

BUT I ALSO BELIEVE THAT BOARDS OF TRUSTEES BEAR THE ULTIMATE RESPONSIBILITY FOR GOOD RELATIONS WITH THEIR CEO'S. AS COMMUNITY REPRESENTATIVES WHO USUALLY CARRY STATUTORY RESPONSIBILITIES FOR THEIR INSTITUTIONS, THEY CANNOT BE RELUCTANT LEADERS AND STILL GOVERN EFFECTIVELY. BOARDS NEED TO MAKE TIME FOR THEMSELVES TO LOOK AT THEIR RESPONSIBILITIES, TO DEFINE THEIR ROLES IN LIGHT OF THEIR UNIQUE COMMUNITIES AND INSTITUTIONS. ONLY WHEN THEY KNOW WHO AND WHAT THEY ARE IN THAT GOVERNANCE EQUATION CAN THEY EFFECTIVELY GIVE THEIR PRESIDENT A "JOB DESCRIPTION" GUIDING THAT CEO IN HIS OR HER RESPONSIBILITIES. ONLY THEN CAN A BOARD/CEO RELATIONSHIP BE BASED ON MUTUAL UNDERSTANDING AND RESPECT FOR THE JOB EACH DOES.

FINALLY, DOING SO FREES PRESIDENTS AND TRUSTEES TO CARE ABOUT EACH OTHER. CARING ABOUT EACH OTHER IS A CRUCIAL PART OF THAT GOVERNANCE EQUATION, AND IT'S A MARK OF EVERY GREAT BOARD. WHEN TRUSTEES AND CEO'S ARE FREE OF CONFUSION AND WORRIES ABOUT WHO'S SUPPOSED TO DO WHAT, THEY HAVE TIME TO SUPPORT EACH OTHER IN THEIR SEPARATE ROLES, AND THAT REDOUNDS TO THE ADVANTAGE OF THE COMMUNITY, THE INSTITUTION, AND THAT PERSON WE OFTEN OVERLOOK IN THESE DISCUSSIONS, THE STUDENT.